

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Reorganized Debtors in the above-captioned cases.

On November 9, 2011, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification, and (ii) upon the party listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Joint Stipulation and Agreed Order Between Reorganized Debtors, Hitachi Chemical (Singapore) Pte. Ltd. f/k/a Hitachi Chemical Asia-Pacific Pte. Ltd., and Delphi Automotive Systems, LLC Compromising and Allowing Proof of Administrative Expense Claim Number 18622 (Hitachi Chemical (Singapore) Pte. Ltd. f/k/a Hitachi Chemical Asia-Pacific Pte. Ltd.) (Docket No. 21693) [a copy of which is attached hereto as Exhibit C]
- 2) Order Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging Proof of Administrative Expense Claim Number 18969 Identified in Forty-Third Omnibus Claims Objection ("Claims Objection Order Regarding STMicroelectronics, Inc. (f/k/a SGS Thompson Microelectronics)) (Docket No. 21694) [a copy of which is attached hereto as Exhibit D]

On November 9, 2011, I caused to be served the document listed below upon the party listed on Exhibit E hereto via postage pre-paid U.S. mail:

- 3) Joint Stipulation and Agreed Order Between Reorganized Debtors, Hitachi Chemical (Singapore) Pte. Ltd. f/k/a Hitachi Chemical Asia-Pacific Pte. Ltd., and Delphi Automotive Systems, LLC Compromising and Allowing Proof of Administrative Expense Claim Number 18622 (Hitachi Chemical (Singapore) Pte. Ltd. f/k/a Hitachi Chemical Asia-Pacific Pte. Ltd.) (Docket No. 21693) [a copy of which is attached hereto as Exhibit C]

On November 9, 2011, I caused to be served the document listed below upon the parties listed on Exhibit F hereto via postage pre-paid U.S. mail:

- 4) Order Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging Proof of Administrative Expense Claim Number 18969 Identified in Forty-Third Omnibus Claims Objection ("Claims Objection Order Regarding STMicroelectronics, Inc. (f/k/a SGS Thompson Microelectronics)) (Docket No. 21694) [a copy of which is attached hereto as Exhibit D]

Dated: November 14, 2011

/s/ Darlene Calderon

Darlene Calderon

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 14th day of November, 2011, by Darlene Calderon, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ Vanessa R. Quiñones

Commission Expires: 10/20/15

EXHIBIT A

Post-Emergence Master Service List

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EXHIBIT B

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EXHIBIT C

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED
DEBTORS, HITACHI CHEMICAL (SINGAPORE) PTE. LTD. F/K/A HITACHI
CHEMICAL ASIA-PACIFIC PTE. LTD., AND DELPHI AUTOMOTIVE
SYSTEMS, LLC COMPROMISING AND ALLOWING PROOF OF
ADMINISTRATIVE EXPENSE CLAIM NUMBER 18622

(HITACHI CHEMICAL (SINGAPORE) PTE. LTD.
F/K/A HITACHI CHEMICAL ASIA-PACIFIC PTE. LTD.)

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), Hitachi Chemical (Singapore) Pte. Ltd. f/k/a Hitachi Chemical Asia-Pacific Pte. Ltd. (the "Claimant"), and Delphi Automotive Systems, LLC (f/k/a New Delphi Automotive Systems 1, LLC) ("New DAS LLC") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors, Hitachi Chemical (Singapore) Pte. Ltd. f/k/a Hitachi Chemical Asia-Pacific Pte. Ltd., And Delphi Automotive Systems, LLC Compromising And Allowing Proof Of Administrative Expense Claim Number 18622 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive System LLC ("DAS LLC"), former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on July 14, 2009, the Claimant filed proof of administrative expense claim number 18622 (the "Claim") against Delphi. The Claim asserts an administrative expense priority claim in the amount of \$85,178.50 relating to certain goods allegedly fabricated and delivered by the Claimant to the Debtors.

WHEREAS, pursuant to the Master Disposition Agreement Among Delphi Corporation, GM Components Holdings, LLC, General Motors Company, Motors Liquidation Company (f/k/a General Motors Corporation), and DIP Holdco 3 LLC, among others, dated as of July 30, 2009 (the "MDA"), the Buyers (as defined in the MDA) assumed certain administrative expense liabilities of the Debtors.

WHEREAS, pursuant to the MDA, New DAS LLC, as a subsidiary of Delphi Automotive LLP (as assignee of DIP Holdco 3 LLC), assumed certain administrative expense liabilities, including the liabilities related to the Claim.

WHEREAS, on October 6, 2009 (the "Effective Date"), the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

WHEREAS, on January 22, 2010, the Reorganized Debtors objected to the Claim pursuant to the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third Omnibus Claims Objection").

WHEREAS, on February 17, 2010, the Claimant filed the Response Of Hitachi Chemical (Singapore) Pte. Ltd. To Reorganized Debtors' Forty-Third Omnibus Claims Objection (Docket No. 19455) (the "Response").

WHEREAS, to resolve (a) the Forty-Third Omnibus Claims Objection with respect to the Claim and (b) all other claims held by the Claimant that relate to the Claim against any of the Released Parties (as defined below), the Reorganized Debtors, New DAS LLC, and the Claimant entered into this Stipulation, pursuant to which the Reorganized Debtors and the Claimant agreed that the Claim should be allowed as an administrative claim in the amount of \$42,589.25 against DPH-DAS LLC.

NOW, THEREFORE, the Reorganized Debtors, New DAS LLC, and the Claimant stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$42,589.25 and shall be treated as an allowed administrative claim against DPH-DAS LLC in accordance with the terms of the Modified Plan.
2. Satisfaction of the Claim through the payment of \$42,589.25 shall be the sole responsibility of New DAS LLC. The Reorganized Debtors shall have no responsibility with respect to the satisfaction of the Claim.

3. Notwithstanding anything to the contrary in the Modified Plan, within 45 days of the Court entering this Stipulation on the Court's docket, New DAS LLC shall pay via wire transfer \$42,589.25 in full and final satisfaction of the Claim in accordance with the following instructions:

Bank details:	
Bank:	MIZUHO CORPORATE BANK, LTD.
Branch of the bank:	Singapore Branch
Address of the bank:	168 Robinson Road #13-00 Capital Tower Singapore 068912
Tel of the branch:	(65) 6423 0330
Swift Code:	MHCBSGSG
Beneficiary number of Bank account:	F10-749-111285 (USD)
Beneficiary name of Bank account:	Hitachi Chemical (Singapore) Pte Ltd
Beneficiary address of Bank account:	32 Loyang Way Singapore 508730
Beneficiary phone number of Bank account:	(65) 6548 0831/ (65) 6548 0836

4. The Response is hereby deemed withdrawn with prejudice.

5. Allowance of the Claim in the amount of \$42,589.25 is in full satisfaction of the Claim, and the Claimant hereby waives and releases, against New DAS LLC each of its respective predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former and current officers, directors, owners, employees, and any other agents (collectively, the "Released Parties") any right regarding the Claim and any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claim; provided, however, nothing herein shall affect the Claimant's rights with respect to proof of claim number 416, which was compromised and allowed pursuant to the Joint Stipulation And Agreed Order Between Reorganized Debtors And Hitachi Chemical

(Singapore) Pte. Ltd. f/k/a Hitachi Chemical Asia-Pacific Pte. Ltd. Compromising And Allowing Proof Of Claim Number 416 (Docket No. 20271).

6. Nothing herein shall be construed as an admission of liability on behalf of the Reorganized Debtors, Debtors, or New DAS LLC with respect to any portion of the Claim.

7. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 27th day of October, 2011

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
155 North Wacker Drive
Chicago, Illinois 60606

- and -

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New York, New York 10036

Attorneys for DPH Holdings Corp., et al.,
Reorganized Debtors

/s/ Robert M. Scannell

Menachem O. Zelmanovitz
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Attorneys for Hitachi Chemical (Singapore)
Pte. Ltd. f/k/a Hitachi Chemical Asia-Pacific
Pte. Ltd

- and -

/s/ Sean Corcoran

Sean Corcoran
Deputy General Counsel
Delphi Automotive Systems, LLC
5825 Delphi Drive
M/C 480-410-268
Troy, Michigan 48098

Attorney for Delphi Automotive Systems, LLC

EXHIBIT D

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
:
In re : Chapter 11
:
DPH HOLDINGS CORP., et al., : Case No. 05-44481 (RDD)
:
Reorganized Debtors. : (Jointly Administered)
:
-----x

ORDER PURSUANT TO 11 U.S.C. § 503(b) AND FED. R. BANKR. P. 3007
DISALLOWING AND EXPUNGING PROOF OF ADMINISTRATIVE EXPENSE CLAIM
NUMBER 18969 IDENTIFIED IN FORTY-THIRD OMNIBUS CLAIMS OBJECTION

("CLAIMS OBJECTION ORDER REGARDING STMICROELECTRONICS, INC.
(F/K/A SGS THOMPSON MICROELECTRONICS))

Upon the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant To 11
U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A)
Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests,
(E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB
Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation
Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III)
Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third
Omnibus Claims Objection"), by which DPH Holdings Corp. ("DPH Holdings") and its affiliated
reorganized debtors in the above-captioned cases (together with DPH Holdings, the
"Reorganized Debtors"), formerly known as Delphi Corporation and certain of its subsidiaries
and affiliates, former debtors and debtors-in-possession in the above-captioned cases
(collectively, the "Debtors"), which, among other things, objected to proof of administrative
expense claim number 18969 filed by STMicroelectronics, Inc. (f/k/a SGS Thompson

Microelectronics) (the "Claimant"); and upon the Claimant's response to the Forty-Third Omnibus Claims Objection (Docket No. 19403) (the "Response"); and upon the Reorganized Debtors' Supplemental Reply With Respect To Proof Of Administrative Expense Claim Number 18969 (Docket No. 21646) (the "Supplemental Reply" and together with the Forty-Third Omnibus Claims Objection and the Response, the "Pleadings"); and upon the record of the October 24, 2011 hearing held on the Objection to administrative expense claim number 18969 (the "Hearing"); and after due deliberation thereon; and good and sufficient cause appearing therefor for the reasons stated by the Court at the Hearing,

IT IS HEREBY FOUND AND DETERMINED THAT:¹

A. STMicroelectronics, Inc. (f/k/a SGS Thompson Microelectronics), the holder of proof of administrative expense claim number 18969, was properly and timely served with a copy of the Forty-Third Omnibus Claims Objection, a personalized Notice Of Objection To Claim, a copy of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearings Regarding Objections To Claims And (II) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the Order Pursuant To 11 U.S.C. §§ 105(a) And 503(b) Authorizing Debtors To Apply Claims Objection Procedures To Address Contested Administrative Expense Claims (Docket No. 18998) (the "Administrative Claims Objection Procedures Order"), the proposed order with respect to the Forty-Third Omnibus Claims Objection, and the notice of the deadline for responding to the Forty-Third Omnibus Claims Objection.

¹ Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052. Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Forty-Third Omnibus Claims Objection.

B. On September 23, 2011, the Reorganized Debtors filed the Notice Of Sufficiency Hearing With Respect To Reorganized Debtors' Objection To Proof Of Administrative Expense Claim Number 18969 (Docket No. 21591) (the "Sufficiency Hearing Notice").

C. On October 14, 2011, the Reorganized Debtors filed the Supplemental Reply.

D. The Claimant was properly and timely served with a copy of the Sufficiency Hearing Notice and the Supplemental Reply.

E. The contested matters set forth in the Pleadings pursuant to 28 U.S.C. §§ 157 and 1334. The Pleadings are core proceedings under 28 U.S.C. § 157(b)(2). Venue of these cases and the Pleadings in this district is proper under 28 U.S.C. §§ 1408 and 1409.

F. As set forth in the Supplemental Reply, which was uncontested, the amounts asserted in proof of administrative expense claim number 18989 have been satisfied in full and the Claimant no longer has a viable claim against the Reorganized Debtors.

G. For the reasons stated by this Court at the Hearing, proof of administrative expense claim number 18989 should be disallowed and expunged in its entirety.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. Proof of administrative expense claim number 18989 is disallowed and expunged in its entirety.

2. This Court shall retain jurisdiction over the Reorganized Debtors and the holders of Administrative Claims subject to the Forty-Third Omnibus Claims Objection and the

Supplemental Reply to hear and determine all matters arising from the implementation of this order.

3. Kurtzman Carson Consultants LLC is directed to serve this order in accordance with the Claims Objection Procedures Order and the Administrative Claims Objection Procedures Order.

Dated: White Plains, New York
October 27, 2011

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT E

Company	Contact	Address1	Address2	City	State	Zip
Hitachi Chemical Singapore Pte Ltd	Menachem O Zelmanovitz Robert M Scannell	Morgan Lewis & Bockius LLP	101 Park Ave	New York	NY	10178-0060

EXHIBIT F

Pg 44 of 44
DPH Holdings Corp.
Special Parties

Company	Contact	Address1	Address2	City	State	Zip
STMicroelectronics Inc fka SOS Thompson Microelectronics	c o Rhett Campbell	Thompson & Knight LLP	333 Clay St Ste 3300	Houston	TX	77002
Thompson & Knight LLP	Tye Hancock	333 Clay St Ste 3300		Houston	TX	77002